

# United States Bankruptcy Court

## Eastern District of Wisconsin

# Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): <b>Rocketplane Kistler, Inc.</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>76-0835242</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>1825 Nimitz Dr. De Pere, WI</b> <div style="text-align: right;">ZIP Code <b>54115</b></div>	Street Address of Joint Debtor (No. and Street, City, and State):  <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>Brown</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):  <div style="text-align: right;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address):  <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):	

<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input checked="" type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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<b>Statistical/Administrative Information</b> *** <b>Paul G. Swanson</b> *** <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.  <b>Estimated Number of Creditors</b> <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> 1-49</div> <div><input checked="" type="checkbox"/> 50-99</div> <div><input type="checkbox"/> 100-199</div> <div><input type="checkbox"/> 200-999</div> <div><input type="checkbox"/> 1,000-5,000</div> <div><input type="checkbox"/> 5,001-10,000</div> <div><input type="checkbox"/> 10,001-25,000</div> <div><input type="checkbox"/> 25,001-50,000</div> <div><input type="checkbox"/> 50,001-100,000</div> <div><input type="checkbox"/> OVER 100,000</div> </div> <b>Estimated Assets</b> <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input checked="" type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div> <b>Estimated Liabilities</b> <div style="display: flex; justify-content: space-between;"> <div><input type="checkbox"/> \$0 to \$50,000</div> <div><input type="checkbox"/> \$50,001 to \$100,000</div> <div><input type="checkbox"/> \$100,001 to \$500,000</div> <div><input type="checkbox"/> \$500,001 to \$1 million</div> <div><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</div> <div><input type="checkbox"/> \$10,000,001 to \$50 million</div> <div><input type="checkbox"/> \$50,000,001 to \$100 million</div> <div><input type="checkbox"/> \$100,000,001 to \$500 million</div> <div><input type="checkbox"/> \$500,000,001 to \$1 billion</div> <div><input type="checkbox"/> More than \$1 billion</div> </div>	THIS SPACE IS FOR COURT USE ONLY
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**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):

**Rocketplane Kistler, Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor:

**- None -**

Case Number:

Date Filed:

District:

Relationship:

Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X**

Signature of Attorney for Debtor(s)

(Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):

**Rocketplane Kistler, Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
 Signature of Debtor

**X** \_\_\_\_\_  
 Signature of Joint Debtor

\_\_\_\_\_  
 Telephone Number (If not represented by attorney)

\_\_\_\_\_  
 Date

**Signature of Attorney\***

**X /s/ Paul G. Swanson** \_\_\_\_\_  
 Signature of Attorney for Debtor(s)

**Paul G. Swanson**

Printed Name of Attorney for Debtor(s)

**Steinhilber, Swanson, Mares, Marone & McDermott**

Firm Name

**107 Church Avenue**

**P.O. Box 617**

**Oshkosh, WI 54903-0617**

\_\_\_\_\_  
 Address

**920-235-6690 Fax: 920-426-5530**

Telephone Number

**June 15, 2010**

\_\_\_\_\_  
 Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X /s/ George French** \_\_\_\_\_  
 Signature of Authorized Individual

**George French**

Printed Name of Authorized Individual

**Majority Shareholder**

Title of Authorized Individual

**June 15, 2010**

\_\_\_\_\_  
 Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
 Signature of Foreign Representative

\_\_\_\_\_  
 Printed Name of Foreign Representative

\_\_\_\_\_  
 Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
 Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
 Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
 Address

**X** \_\_\_\_\_  
 \_\_\_\_\_  
 Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

**United States Bankruptcy Court**  
**Eastern District of Wisconsin**

In re **Rocketplane Kistler, Inc.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **7**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>9</b>	<b>108,250.00</b>		
C - Property Claimed as Exempt	<b>Yes</b>	<b>1</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>1</b>		<b>3,700,000.00</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>1</b>		<b>0.00</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>19</b>		<b>3,662,429.51</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>1</b>			
H - Codebtors	<b>Yes</b>	<b>1</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>34</b>			
Total Assets			<b>108,250.00</b>		
Total Liabilities				<b>7,362,429.51</b>	

**United States Bankruptcy Court**  
**Eastern District of Wisconsin**

In re **Rocketplane Kistler, Inc.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **7**

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

- ☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re Rocketplane Kistler, Inc.

Case No. \_\_\_\_\_

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total >

0.00

(Total of this page)

Total >

0.00

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re Rocketplane Kistler, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **0.00**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re Rocketplane Kistler, Inc.

Case No. \_\_\_\_\_

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.	<b>X</b>			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			

Sub-Total > **0.00**  
(Total of this page)

Sheet 1 of 3 continuation sheets attached  
to the Schedule of Personal Property



In re Rocketplane Kistler, Inc.  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.		<b>Aerospace patents and other intellectual property - see attached</b>	-	<b>Unknown</b>
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.	<b>X</b>			
29. Machinery, fixtures, equipment, and supplies used in business.		<b>unassembled flight hardware - Orbital Vehicle (OV) Tank and Launch Assist Platform (LAP) Tank; these are engine fuel tanks for the first and second stage of takeoff and flight</b>	-	<b>30,000.00</b>
		<b>5 Blue Tools - certified space flight hardware transportation vehicles; custom designed and fabricated transportation equipment used to move the shuttle pieces around the factory floor during assembly</b>	-	<b>50,000.00</b>
		<b>8 manufacturing toolings - used to build structural members of the space flight vehicle</b>	-	<b>5,000.00</b>
		<b>Aluminum structural components (would be used to hold the OV and LAP Tanks)</b>	-	<b>20,000.00</b>
		<b>Tooling and parts used for flight equipment testing; propellant systems; flight hardware and machine parts; large manufacturing motors (30' high) used to help manufacture the tanks</b>	-	<b>3,250.00</b>
Sub-Total > (Total of this page)				<b>108,250.00</b>

Sheet 2 of 3 continuation sheets attached  
to the Schedule of Personal Property

In re Rocketplane Kistler, Inc.  
Debtor

Case No. \_\_\_\_\_

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Largest/most valuable equipment is listed above; see attached inventory list (2 years old); some of the equipment was sold, but much remains. Little resale value beyond what is listed above</b>	<b>-</b>	<b>0.00</b>
30. Inventory.	<b>X</b>			
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.	<b>X</b>			

Sub-Total >	<b>0.00</b>
(Total of this page)	
Total >	<b>108,250.00</b>

(Report also on Summary of Schedules)

Sheet 3 of 3 continuation sheets attached  
to the Schedule of Personal Property

## Intellectual Property - Kistler Aerospace Corporation

Issued Patents				
Updated 7 Jul 05		Kistler Aerospace Corporation Intellectual Property includes Patents, Patent Applications & Trademarks		Description of the Patent
No.	Issued/Filed	Patent No.	Commonly known title/"Patent Title"	
		Serial No.		
1	16-Sep-97	5,667,167	Walter's Methods & Apparatus Platform	The founder's early reusable unmanned hardware designs for single stage to orbit (SSTO) and two stage space launch vehicles to orbit by Walter P. Kistler. The early designs were reusable hardware, lower cost and included innovations including the Launch Assist Platform (LAP), a landing net, composite materials and others.
X	PATENT ISSUED	08/299,083	"Methods and Apparatus for Reusable launch Platform and Reusable Spacecraft"	
2	27-Jul-99	5,927,653	Dr. Mueller's "Two Stage"	Dr. George E. Mueller joined the company in the 1994-5 and conceptualized, designed and started building the Two Stage Reusable Launch Vehicle (RLV) hardware described in this Patent and being fabricated now. The design attacked the cost of transportation with reusable components and health maintenance in a wingless RLV.
X	PATENT ISSUED	08/632,786	"Two-Stage Reusable Earth-to-Orbit Aerospace Vehicle and Transport System" 13 Inventors	
	Filed 4/17/1996			
3	11-Feb-99	701,902	Australian Erector Hardware Petty Patent	Australian Petty Patent 701,902, called the "Spacecraft Launch System and Method" is a short term Australian Petty Patent designed to protect our structural steel erector hardware that supports the K-1 launch system including the hardware that supports the K-1 in the horizontal position, provides a seat for the transition.
X	PATENT ISSUED	08/030,511	"Spacecraft launch system and method"	
			Protection in force until Jul 25, 2004	
4	13-Feb-01	6,186,039	Horiz. To Vertical Launch Assembly	This Patent solves with hardware the flipup problems from horizontal to vertical and uses the same general concept and drawings as the shorter term Australian Petty Patent. The patent protects our structural steel hardware for lifting the K-1 launch vehicle.
X	PATENT ISSUED	09/030,511 81	"Spacecraft Launch System and Method"	
5	4-Jul-00	6,082,676	LOX Skirts	This United States Patent solves the design problem encountered when a cryogenic tank made from aluminum connects with a structure that has a different coefficient of thermal expansion. The outside tube of the K-1 is made from composite materials. The solution is used between the aluminum tank and the composite materials.
X	PATENT ISSUED	09/030,662	"Cryogenic Tanks for Launch Vehicles"	
	25-Feb-98			
6	12-Dec-00	6,158,693	Three Engines in a Line	The patent solves the design problem of restarting one rocket engine in a cluster of three engines in space. Most launch vehicles, including the partly reusable space shuttle, cluster their engines in a circular configuration.
X	PATENT ISSUED	09/030,724	"Recoverable Booster Stage and Recovery Method"	
	25-Feb-98			
7	20-Jun-00	6,076,771	"Sys & Method of Controlling Re-Entry Vehicle"	This Patent solves the design problem of controlling the re-entry of a flare stabilized cylindrical vehicle with a weight saving interior solution. The numerous emerging spaceplane designs use wings, engines and other means to provide a crossrange capability, or not re-entering at the precise location.
X	PATENT ISSUED	09/030,627	Roll Control of Cylindrical Re-Entry Vehicle Bailey's Roll Control of a Re-Entry Vehicle	
	25-Feb-98			
8	9-May-00	6,059,234	Payload Module	The Patent solves the design problem of providing an opening for payloads in a blunt re-entry nose. Most rockets experience maximum ascent heating on a nose shroud that is discarded upon attaining orbit and this shroud is never reused or the entire rocket is never reused. The payload is then ejected from the rocket.
X	PATENT ISSUED	09/034,038	"Payload Failing Assembly"	
	17-Apr-96		Patent issued by PTO May 9, 2000	
9	29-Oct-96	5,568,901	"Two-Stage Launch Vehicle & Trajectory"	This patent in the reusable launch vehicle (RLV) industry became available for sale in 2000. Kistler Aerospace purchased the entire rights to the Patent. The patent describes an early launch vehicle considered by some as not buildable, but provides the company a broader spectrum of IP ownership in the emerging RLV industry.
X	PATENT ISSUED	08/283,739	The "Stennon Patent"	
	1-Aug-94		Purchased from Assignee - Gates	
10	5-Sep-00	6,113,032	"Delivering Liq Propellant-Reusable Booster Stage"	The Patent solves the design problem of providing propellant to the Launch Assist Platform (LAP) engines for the ascent and return to launch site. The problem is complex partly because the engine is turned off between the burns. The solution is two in-line tanks, while assuring the second tank is available, when required.
X	PATENT ISSUED	09/030,645	LOX Retention Tank	
	25-Feb-98			

**CONFIDENTIAL**

## Intellectual Property - Kistler Aerospace Corporation

Issued Patents			Kistler Aerospace Corporation Intellectual Property includes Patents, Patent Applications & Trademarks	Description of the Patent
No.	Issued / Filed	Patent No.	Commonly known title / "Patent Title"	
		Serial No.		
11	31-Jul-01 PATENT ISSUED 1-Mar-99	6,267,330 09/260,857	"Liquid Oxygen Downcomer" The "LOX Downcomer" BB File No. 063939.0114	Patent solves the design problem of two tanks in each stage arranged along the longitudinal axis & routing of feedlines around the bottom tank by placing a second tank in a passageway through the first tank.
12	18-Sep-01 PATENT ISSUED 5-Mar-99	6,289,818 09/263,470 Done C60	"Stage Separation System and Method" The Trapped Air as Separation System Christensen, O'Connor File No. KIST-1-16182	This Patent solves the problem of separating two RLV stages in ascent phase with a minimum of pyrotechnics, which complicate the launch sequence using trapped air.
13	4-Feb-03 PATENT ISSUED 11-Dec-00	6,513,760 09/735,201 B1	"Logistics Module System and Method" The Logistics Module System for the K-1 Christensen, O'Connor File No. KIST-1-16313	This Patent solve the problem of launch cost by reducing the weight of the vehicle by combining the container functions into one container and simplifying the traditional docking to soft berthing.
14	14-Sep-04 PATENT ISSUED 23-Apr-02	6,789,767 10/132,083	"Active Dispenser for Reusable Launch Vehicle" Active Dispenser DWT 59967-38, IDF # 060	This Patent solves the problem of sharing launch costs with multiple satellite payload delivery by the use of common subsystems and the same vehicle.
15	Published US 2003- Patent Pending 13-Aug-02	0032819 A1 10/217,741	"Liquid Loading techniques" Liquid Loading - Propellant DWT 59967-40, IDF # 058, KACML002	This Patent solves the problem of propellant loading delays and stoppages by providing innovation in three methods of accomplishing the propellant loading and launch abort recovery of propellant.
16	Published US 2005- Patent Pending 5-Aug-04	0061919 A1 10/913,094	"Method of use of external secondary payloads" External Payloads DWT 59967-50, IDF # 063, K063DMV	This Patent solves the problem of trying to duplicate with a series of surface based wind tunnels, the complicated ascent and re-entry heating environment encountered by a space launch vehicle.
16d	Published US 2005- Patent Pending 31-Oct-03	0124312 A1 10/698,261	"System and Method of use of external secondary payloads" Divisional External Payloads DWT uses same file 59967-50, IDF # 063, K063DMV	This Patent solves the problem of trying to duplicate with a series of surface based wind tunnels, the complicated ascent and re-entry heating environment encountered by a space launch vehicle. A Divisional is forced by the patent examiner, when two inventions are in the same application.
17	Published US 2004- Patent Pending	0188562 A1 10/682,761	"Commercial Experiment System in Orbit" Internal Payloads DWT 59967-42, IDF # 039, K039 UTHL	This Patent solves the problem rapid turnaround for experimenters in microgravity by providing 22 hours of orbital microgravity with power, data flow and return of sample.
18				

means Brown file in Kirkland Office

X means Maintenance Fee Payment Process has started at the USPTO and a copy of payment is in the Brown file in the Kirkland Office

Filed means the date the Utility Patent Application was filed in the USPTO and used as the start date in calculating the time in PTO processing or ~36 months to Patent Issue

7/7/05 10:48 AM. T. Taylor - PA2chart.xls

**Proprietary**

**CONFIDENTIAL**

Page 2 of 5

## Intellectual Property - Kistler Aerospace Corporation

Utility Patent Applications			Title/File Number	
No.	Date Filed	Our No.	Commonly known title/Patent Title	Description Of Utility Patent Application
				Most old Utility Patent Applications not listed
1	25-Feb-98	IDF # 011 09/030,511	Two Stage Reusable Earth ..Orbit Veh BB File No. 063939.0115	Early concepts Issued Patent
2	14-Dec-01	IDF# 054 09/735,201	"Logistics Module Sys & Method" PCT/AUS/00/34166(Foreign Pat Appl Terminated)	Commercial delivery to ISS Issued Patent
3	23-Apr-02	IDF#060 10/132,083	"Active Dispenser" KIST119022	Multiple payloads Issued Patent
4	13-Aug-02	IDF # 058 10/217,741	"Liquid Loading" KACUT002 Atty. Docket	Multiple methods of propellant loading
5	9-Oct-03	IDF# 039 10/682,761	"Internal Secondary Payloads" K039UTIL	small payloads inside
6	31-Oct-03	IDF#063 10/698,261	"External Secondary Payloads" K069UTIL	Re-entry tests on the exterior at various locations with various temperatures
7	29-Jun-05	IDF# 068	"Reusable Orbital Vehicle With Interchangeable" Modules" K068	Module with seats Passenger Module
8		IDF# 075		RLV with Interchangeable Cargo Modules
			IDF075	





## Intellectual Property - Kistler Aerospace Corporation

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Page 4 of 5



## Intellectual Property - Kistler Aerospace Corporation

Trademark Applications No.		Description	
No.	Date Filed	Number	Commonly known title/Trademark Title
	Approved		
1	31-Jul-99 17-Mar-00	803322 issued	KAC Trademark in Australia
			
2	29-Jul-99	75/770715 entitled	KAC Servicemark in United States per letter 8 Aug 01 & Gazette Pub.
			
3	5-Aug-99	803368 Accepted	Kistler Woomera PTY LTD in Australia per letter 24 April 01 and fee paid operate vehicle
			
4	5-Aug-99	803324 Accepted	Spaceport Woomera PTY LTD-Australia per letter 24 April 01 and fee paid own spaceport
			

**CONFIDENTIAL**

In re Rocketplane Kistler, Inc.

Case No. \_\_\_\_\_

Debtor

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:  
(Check one box)  
☐ 11 U.S.C. §522(b)(2)  
☒ 11 U.S.C. §522(b)(3)

☐ Check if debtor claims a homestead exemption that exceeds  
\$146,450. (Amount subject to adjustment on 4/1/13, and every three years thereafter  
with respect to cases commenced on or after the date of adjustment.)

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
NONE.			



In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. <b>Creditor #: 1</b> <b>George French</b> <b>1825 Nimitz Dr.</b> <b>De Pere, WI 54115</b>		-	<b>General Business Security Agreement</b>					
			Value \$ <b>0.00</b>				<b>1,400,000.00</b>	<b>1,400,000.00</b>
Account No. <b>Creditor #: 2</b> <b>MacDonald Dettwiler</b> <b>13800 Commerce Parkway</b> <b>Richmond, British Columbia</b> <b>Canada V6V 2J3</b>		-	<b>General Business Security Agreement</b>					
			Value \$ <b>0.00</b>				<b>2,300,000.00</b>	<b>2,300,000.00</b>
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							<b>3,700,000.00</b>	<b>3,700,000.00</b>
Total (Report on Summary of Schedules)							<b>3,700,000.00</b>	<b>3,700,000.00</b>

0 continuation sheets attached

In re Rocketplane Kistler, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. <b>Creditor #: 1</b> <b>Abercrombie &amp; Kent</b> <b>1411 Opus Place</b> <b>Downers Grove, IL 60515-1098</b>		Possible liability in lawsuit with Abercrombie & Kent -				Unknown
Account No. <b>Creditor #: 2</b> <b>Active Innovations</b> <b>218 Main St. #333</b> <b>East Setauket, NY 11733</b>		-				3,625.00
Account No. <b>Creditor #: 3</b> <b>Active Innovations</b> <b>218 Main St. #333</b> <b>East Setauket, NY 11733</b>		-				3,625.00
Account No. <b>Creditor #: 4</b> <b>AEROJET-General Corp.</b> <b>PO Box 13222</b> <b>Sacramento, CA 95813-6000</b>		-	Shareholder, Notice Only			0.00
Subtotal (Total of this page)						7,250.00

18 continuation sheets attached

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 5</b> <b>AMEEN, Al-Turki</b> <b>C/O National Commercial Bank</b> <b>PO Box 61866</b> <b>Riyadh, SA 11575</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 6</b> <b>Andrews Aerospace</b> <b>3415 S. 116th Street, Ste 123</b> <b>Seattle, WA 98168</b>		-					<b>Unknown</b>
Account No. <b>Creditor #: 7</b> <b>AOPA</b> <b>421 Aviation Way</b> <b>Frederick, MD 21701</b>		-					<b>Unknown</b>
Account No. <b>Creditor #: 8</b> <b>Associated Visa Business Card</b> <b>PO Box 790408</b> <b>Saint Louis, MO 63179-0408</b>		-					<b>38,376.18</b>
Account No. <b>Creditor #: 9</b> <b>ATA Engineering</b> <b>Attn: Dave Hunt</b> <b>San Diego, CA 92130</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Sheet no. <u>1</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>38,376.18</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B I T O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 10</b> <b>ATK Launch Systems, Inc.</b> <b>ATK Launch Systesm Froup</b> <b>PO Box 98</b> <b>Magna, UT 84044</b>		<b>Shareholder - Notice Only</b>  -				<b>0.00</b>	
Account No. <b>Creditor #: 11</b> <b>Ayman Abdulaziz Al-Zamil</b> <b>PO Box 25754</b> <b>Riyadh, SA 11476</b>		<b>Shareholder - Notice Only</b>  -				<b>0.00</b>	
Account No. <b>Creditor #: 12</b> <b>Bay Harbour 90-1LC</b> <b>Attn: Douglas Teitelbaum</b> <b>885 Third Ave., 34th Fl.</b> <b>New York, NY 10021</b>		<b>Shareholder - Notice Only</b>  -				<b>0.00</b>	
Account No. <b>Creditor #: 13</b> <b>Bay Harbour Partners, Ltd.</b> <b>Attn: Douglas Teitelbaum</b> <b>885 Third Ave., 34th Fl</b> <b>New York, NY 10021</b>		<b>Shareholder - Notice Only</b>  -				<b>0.00</b>	
Account No. <b>Creditor #: 14</b> <b>Bay Horbour Management, LC</b> <b>Atty.: Douglas Teitelbaum</b> <b>885 Third Ave.</b> <b>34th Floor</b> <b>New York, NY 10022</b>		<b>Shareholder - Notice Only</b>  -				<b>0.00</b>	
Sheet no. <b>2</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>0.00</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 15</b> <b>BHR, LLC</b> <b>Attyn: Douglas Teitelbaum</b> <b>885 Third Ave.</b> <b>34th Floor</b> <b>New York, NY 10022</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 16</b> <b>Bill Duncan</b> <b>80 S. Palmer Dr.</b> <b>Port Townsend, WA 98368</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 17</b> <b>Bindass Media</b> <b>1076 Dr. E Moses Rd.</b> <b>Worli Naka Mumbai 400-018</b> <b>India</b>	-					<b>Unknown</b>
Account No. <b>Creditor #: 18</b> <b>Brinkley, Randolph H.</b> <b>c/o The Rosen Law Firm</b> <b>7052nd Avenue Suite 1200</b> <b>Seattle, WA 98104</b>	-	<b>Possible liability in lawsuit with Randolph Brinkley</b>				<b>1,007,284.00</b>
Account No. <b>Creditor #: 19</b> <b>Brown, Daniel</b> <b>40-904 Paganini Drive</b> <b>Indio, CA 92203</b>	-					<b>3,200.00</b>
Sheet no. <b>3</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>1,010,484.00</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 20</b> <b>Buckels, William</b> <b>2902 Dunhill Trail</b> <b>Woodstock, GA 30189</b>	-					5,250.00	
Account No. <b>Creditor #: 21</b> <b>C S Draper Laboratory, Inc.</b> <b>c/o William S. Elias</b> <b>555 Technology Square</b> <b>Cambridge, MA 02139</b>	-	Shareholder - Notice Only				0.00	
Account No. <b>Creditor #: 22</b> <b>C.H. Robinson Worldwide</b> <b>14701 Charlson Road</b> <b>Eden Prairie, MN 55347</b>	-					6,296.49	
Account No. <b>Creditor #: 23</b> <b>Cannady, Jack</b> <b>1180 Merritt Lane</b> <b>El Cajon, CA 92020</b>	-					50,625.00	
Account No. <b>Creditor #: 24</b> <b>Charles Limerick</b> <b>90 San Juan Drive</b> <b>Port Townsend, WA 98368</b>	-	Shareholder - Notice Only				0.00	
Sheet no. <u>4</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)						62,171.49	

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 25</b> <b>CT Corporation System</b> <b>111 8th Ave. Fl 13</b> <b>New York, NY 10011-5213</b>		-					<b>348.00</b>
Account No. <b>Creditor #: 26</b> <b>Custom Corporates, Inc.</b> <b>11152 Westheimer #895</b> <b>Houston, TX 77058</b>		-					<b>1,981.00</b>
Account No. <b>Creditor #: 27</b> <b>Daniel Tam</b> <b>1 Avenida DeMagnolia</b> <b>Rancho Palos Verdes, CA 90275</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 28</b> <b>David Cochran</b> <b>15414 279th Place NE</b> <b>Duvall, WA 98019</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 29</b> <b>Davis Wright Tremaine LLP</b> <b>1201 3rd Ave., Suite 2200</b> <b>Seattle, WA 98101-3045</b>		-					<b>312,920.98</b>
Sheet no. <b>5</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>315,249.98</b>



In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 30</b> <b>Debra Factor Lepore</b> <b>824 170th Place NE</b> <b>Bellevue, WA 98008</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 31</b> <b>Derencorp Ventures, Inc.</b> <b>c/o James Pillock</b> <b>10 St. James Ave.</b> <b>Boston, MA 02116</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 32</b> <b>Donna Webb</b> <b>PO Box 40</b> <b>Lake Stevens, WA 98258</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 33</b> <b>Emarview Empex Limited</b> <b>c/o James Pollock</b> <b>10 St. James Ave.</b> <b>Boston, MA 02116</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 34</b> <b>Evans, Alan</b> <b>PO Box 7219</b> <b>Duffy, AU</b>	-					<b>1,464.64</b>
Sheet no. <b>6</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>1,464.64</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 35</b> <b>FAL Holdings International Ltd</b> <b>PO Box 4900</b> <b>Riyadh, SA</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 36</b> <b>Firstar Capital Corp.</b> <b>Mr. Keith Arnold US Bank Corporate</b> <b>Treas</b> <b>800 Nicollet Mall</b> <b>C-MN-H18T</b> <b>Minneapolis, MN 55402</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 37</b> <b>Four Points Sheraton OKC</b> <b>6300 Terminal Dr.</b> <b>Oklahoma City, OK 73159</b>	-					<b>1,464.64</b>
Account No. <b>Creditor #: 38</b> <b>French, George, Jr.</b> <b>1825 Nimitz, Dr.</b> <b>De Pere, WI 54115</b>	-	<b>Deferred Salary</b>				<b>735,576.57</b>
Account No. <b>Creditor #: 39</b> <b>French, LLC</b> <b>Thoms M. Olejniczak, Esq.</b> <b>Liebmann, Conway, Olejniczak &amp; Jerry</b> <b>SC</b> <b>PO Box 23200</b> <b>Green Bay, WI 54305</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Sheet no. <u>7</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>737,041.21</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 40</b> <b>GD French Investments</b> <b>1825 Nimitz Dr.</b> <b>De Pere, WI 54115</b>		-					<b>43,547.88</b>
Account No. <b>Creditor #: 41</b> <b>George E. Mueller</b> <b>218 Main St. #443</b> <b>Kirkland, WA 98033-6712</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 42</b> <b>Griffin Crane &amp; Steel Services, Inc.</b> <b>38142 Highway Department Rd.</b> <b>Pearl River, LA 70452</b>		-					<b>492.00</b>
Account No. <b>Creditor #: 43</b> <b>High Mark, Ltd.</b> <b>c/o James Pollock</b> <b>10 St. James Ave.</b> <b>Boston, MA 02116</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 44</b> <b>Honeywell - Defense &amp; Space</b> <b>Honeywell In</b> <b>13350 US Hwy. 19N</b> <b>Clearwater, FL 34624-7290</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Sheet no. <b>8</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>44,039.88</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 45</b> <b>IOSTAR Corp.</b> <b>400 West 900 North</b> <b>Building 10</b> <b>North Salt Lake, UT 84054-2676</b>		-					<b>Unknown</b>
Account No. <b>Creditor #: 46</b> <b>Jack Cannady</b> <b>1180 Merritt Lane</b> <b>El Cajon, CA 92020</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 47</b> <b>Jon Hohman</b> <b>JC Hohan Co., Inc.</b> <b>PO Box 2607</b> <b>Appleton, WI 54912-2607</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 48</b> <b>KPMG Peat Marwick, LLP</b> <b>Attn: Ken Janeski</b> <b>355 South Grand Ave.</b> <b>Suite 200</b> <b>Los Angeles, CA 90017</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 49</b> <b>Landwerlin Trucking, Inc.</b> <b>125 Sigma St.</b> <b>Belle Chasse, LA 70037</b>		-					<b>6,020.00</b>
Sheet no. <b>9</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>6,020.00</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 50</b> <b>Liebmann, Conway, Olejniczak &amp; Jerry</b> <b>S.C</b> <b>P.O. Box 23200</b> <b>Green Bay, WI 54305-3200</b>	-					<b>6,527.16</b>
Account No. <b>Creditor #: 51</b> <b>Lockheed Martin Space Operation</b> <b>PO Box 29304</b> <b>New Orleans, LA 70189</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 52</b> <b>LOU-CON, Inc.</b> <b>3100 E. Saint Bernard Hwy.</b> <b>Meraux, LA 70075-2540</b>	-					<b>2,221.84</b>
Account No. <b>Creditor #: 53</b> <b>MacDonald Dettwiler</b> <b>9445 Airport Road</b> <b>Brampton ON L6S 4J3</b> <b>Canada</b>	-					<b>Unknown</b>
Account No. <b>Creditor #: 54</b> <b>Maranello Holdings, LLC</b> <b>Peter Wainman, Managing Director</b> <b>Patagonia Capital, LLC</b> <b>539 Hopewell Road</b> <b>South Glastonbury, CT 06073</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Sheet no. <b>10</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>8,749.00</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 55</b> <b>McDermott, John</b> <b>103 Candlish Harbor</b> <b>Oshkosh, WI 54902</b>		-					<b>3,750.00</b>
Account No. <b>Creditor #: 56</b> <b>Mellitus Establishment</b> <b>Attn: James Owens</b> <b>Foreign Business Idemnity, Ltd.</b> <b>1st Fl. Woodcock House High St.</b> <b>Wimbleton</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 57</b> <b>Mr. Michael Lovejoy/Trust Acct.</b> <b>107 Church Ave.</b> <b>Oshkosh, WI 54901</b>		-					<b>5,500.00</b>
Account No. <b>Creditor #: 58</b> <b>Mueller, Dr. George E.</b> <b>218 Main St. #443</b> <b>Kirkland, WA 98033</b>		-					<b>112,000.00</b>
Account No. <b>Creditor #: 59</b> <b>Nestle France</b> <b>7 Blvd. Pierre Carle BP 900 Noisiel</b> <b>Marnela Vallee F-77446</b> <b>France</b>		-					<b>0.00</b>
Sheet no. <b>11</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>121,250.00</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 60</b> <b>NORROC Venutre Partners, LLC</b> <b>Attn: Petter Kleppan</b> <b>One Maritime Plaza</b> <b>San Francisco, CA 94111</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 61</b> <b>North American Aerospace</b> <b>250 Vandenberg</b> <b>Ste B-016</b> <b>Colorado Springs, CO 80914-3808</b>		-					<b>9,000.00</b>
Account No. <b>Creditor #: 62</b> <b>Northrop Grumman Systems, Cort.</b> <b>One Northrop Grumman Ave.</b> <b>El Segundo, CA 90245</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 63</b> <b>Orca Bay Capital Corp.</b> <b>1301 First Ave. Ste 200</b> <b>Seattle, WA 98104</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 64</b> <b>Orde Advertising Inc.</b> <b>1825 Nimitz Drive</b> <b>De Pere, WI 54115</b>		-	<b>Rent for 1825 Nimitz Drive, Green Bay, WI</b>				<b>4,019.10</b>
Sheet no. <b>12</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>13,019.10</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 65</b> <b>Prime Time Cold Storage, LLC</b> <b>1065 E. Walnut Ave.</b> <b>Carson, CA 90746</b>		-					<b>61,506.00</b>
Account No. <b>Creditor #: 66</b> <b>Primex Aerospace Corp.</b> <b>AttnL. Diane Lobb</b> <b>11350 137th PI NE</b> <b>Redmond, WA 98052</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 67</b> <b>Princeton Credit, LLC</b> <b>Attn: Gordon Lee</b> <b>820 Harvard St.</b> <b>Santa Monica, CA 90403-2206</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 68</b> <b>Randolph H. Brinkley</b> <b>32 Village Circle</b> <b>Manhattan Beach, CA 90266</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 69</b> <b>Regan Powers</b> <b>Davis Wright Tremaine LLP</b> <b>1201 3rd Ave. Suite 2200</b> <b>Seattle, WA 98101-1688</b>		-					<b>Unknown</b>
Sheet no. <b>13</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>61,506.00</b>



In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 70</b> <b>Reiss Companies, LLC</b> <b>701 Paydras St. #3826</b> <b>New Orleans, LA 70139-7917</b>	-					<b>929.60</b>
Account No. <b>Creditor #: 71</b> <b>Richard Kohrs</b> <b>3933 RAU Dr.</b> <b>Dickinson, TX 77539</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 72</b> <b>Robert Wang</b> <b>616 Holmby Ave.</b> <b>Los Angeles, CA 90024</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 73</b> <b>Rogich Communications Group</b> <b>3800 Howard Hughes Parkway</b> <b>Suite 560</b> <b>Las Vegas, NV 89109</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 74</b> <b>Ryan Curtis</b> <b>8026 28th Ave., NW</b> <b>Seattle, WA 98117</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Sheet no. <b>14</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>929.60</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 75</b> <b>Saudi Systems Corp.</b> <b>PO Box 22232</b> <b>Riadh, SA</b>	-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 76</b> <b>Schenk Business Solutions</b> <b>200 E. Washington Street</b> <b>PO Box 1739</b> <b>Appleton, WI 54912-1739</b>	-	<b>Accounting Services</b>				<b>13,592.66</b>
Account No. <b>Creditor #: 77</b> <b>Space Explorers, Inc.</b> <b>1825 Nimitz Dr.</b> <b>De Pere, WI 54115</b>	-					<b>27,935.76</b>
Account No. <b>Creditor #: 78</b> <b>Swan Enterprises</b> <b>c/o Joe Cuzzupoli</b> <b>3644 Preserve Blvd</b> <b>Panama City, FL 32408</b>	-					<b>67,500.00</b>
Account No. <b>Creditor #: 79</b> <b>Thrifty Car Rental of OKC</b> <b>7100 Terminal Drive</b> <b>Oklahoma City, OK 73159-0900</b>	-	<b>Car rental services</b>				<b>447.60</b>
Sheet no. <b>15</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>109,476.02</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B I T O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 80</b> <b>Trafton, Wilbur</b> <b>c/o The Rosen Law Firm</b> <b>7052nd Avenue Suite 1200</b> <b>Seattle, WA 98104</b>		<b>Possible liability in lawsuit with Wilbur Trafton</b>  -					<b>1,059,862.16</b>
Account No. <b>Creditor #: 81</b> <b>Trophy Hunter Investments, Ltd</b> <b>Attn: Douglas Teitelbaum</b> <b>885 Third Ave., FL 34</b> <b>New York, NY 10022-4834</b>		<b>Shareholder - Notice Only</b>  -					<b>0.00</b>
Account No. <b>Creditor #: 82</b> <b>Unigraphics</b> <b>Rose Marie Glazer, General Counsel</b> <b>Diemens Product Lifecycle Software</b> <b>5800 Granite Parkway, Suite 600</b> <b>Plano, TX 75024</b>		<b>Shareholder - Notice Only</b>  -					<b>0.00</b>
Account No. <b>Creditor #: 83</b> <b>United Mileage Plus</b> <b>PO Box 94014</b> <b>Palatine, IL 60094-4014</b>		 -					<b>14,601.00</b>
Account No. <b>Creditor #: 84</b> <b>Vertigo, Inc.</b> <b>20590 Cereal St., #100</b> <b>Lake Elsinore, CA 92530</b>		<b>Storage</b>  -					<b>8,100.00</b>
Sheet no. <b>16</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>1,082,563.16</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. <b>Creditor #: 85</b> <b>Vivace Corporation</b> <b>PO Box 983</b> <b>Duvall, WA 98019</b>		-					<b>9,600.00</b>
Account No. <b>Creditor #: 86</b> <b>Walter Kistler</b> <b>11423 Redmond Woodinville Rd. NE</b> <b>Redmond, WA 98052</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 87</b> <b>Wilbur C. Trafton</b> <b>1101 First St. #205</b> <b>Coronado, CA 92118</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Account No. <b>Creditor #: 88</b> <b>Woodrum, Kemendo, Tate &amp; Cuite,</b> <b>P.C.</b> <b>321 S. Boston Suite 200</b> <b>Tulsa, OK 74103</b>		-	<b>Accounting fees</b>				<b>33,239.25</b>
Account No. <b>Creditor #: 89</b> <b>Woodstead Associates, LP</b> <b>885 Third Ave., 34th Floor</b> <b>New York, NY 10022</b>		-	<b>Shareholder - Notice Only</b>				<b>0.00</b>
Sheet no. <u>17</u> of <u>18</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) <b>42,839.25</b>

In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.		<b>Shareholder - Notice Only</b>				<b>0.00</b>
<b>Creditor #: 90</b> <b>Zico Limited</b> <b>Attn: Jean-Marc Jorand c/o GSF</b> <b>Route Des Acacias 18</b> <b>1211 Geneva 24, Switzerland</b>	-					
Account No.						
Account No.						
Account No.						
Account No.						
Account No.						
Sheet no. <b>18</b> of <b>18</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						<b>0.00</b>
Subtotal (Total of this page)						<b>0.00</b>
Total (Report on Summary of Schedules)						<b>3,662,429.51</b>

In re Rocketplane Kistler, Inc.

Case No. \_\_\_\_\_

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
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In re **Rocketplane Kistler, Inc.**

Case No. \_\_\_\_\_

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
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**United States Bankruptcy Court  
Eastern District of Wisconsin**

In re **Rocketplane Kistler, Inc.**

Debtor(s)

Case No.  
Chapter

**7**

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Majority Shareholder of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **36** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **June 15, 2010**

Signature **/s/ George French**

**George French  
Majority Shareholder**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.



**United States Bankruptcy Court  
Eastern District of Wisconsin**

In re **Rocketplane Kistler, Inc.**

Debtor(s)

Case No.

Chapter

**7**

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

*"In business."* A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

*"Insider."* The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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**1. Income from employment or operation of business**

None

☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

**\$0.00**

SOURCE

**2008 through current - no income; only business loss**


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**2. Income other than from employment or operation of business**

None

☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

**3. Payments to creditors**

None ☐ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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**4. Suits and administrative proceedings, executions, garnishments and attachments**

None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
<b>Wilbur C. Trafton and Randolph Brinkley v. Rocketplane Kistler, Inc. et. al., case no. 08-C-99</b>	<b>Money Judgment</b>	<b>Eastern District of Wisconsin</b>	<b>Pending</b>
<b>Creditor in the bankruptcy of owner/shareholder George French. Case: In re George D. French, Jr., Case No. 10-29939-svk</b>	<b>Chapter 7 Bankruptcy</b>	<b>Eastern District of Wisconsin Bankruptcy Court</b>	<b>Filed 6/15/2010</b>

None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

### 5. Repossessions, foreclosures and returns

- None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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### 6. Assignments and receiverships

- None ☐ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☐ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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### 7. Gifts

- None ☐ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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### 8. Losses

- None ☐ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
<b>Steinhilber, Swanson, Mares, Marone &amp; Mc 107 Church Avenue P.O. Box 617 Oshkosh, WI 54903-0617</b>	<b>May and June 2010. Debtor has paid a total of \$10,000 retainer against fees for this corporate bankruptcy and 4 other bankruptcies, including George French's personal Chapter 7. Fees are billed hourly</b>	<b>\$10,000</b>

**10. Other transfers**

- None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
None <input checked="" type="checkbox"/> b. List all property transferred by the debtor within <b>ten years</b> immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.		

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY

**11. Closed financial accounts**

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING

**12. Safe deposit boxes**

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY

**13. Setoffs**

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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**16. Spouses and Former Spouses**

None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18 . Nature, location and name of business**

None

- ☒ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
NAME				

None

- ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

None

- ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Kim Ward	Bookkeeper

Woodrum, Kemendo, Tate & Cuite, P.C.  
321 S. Boston Suite 200  
Tulsa, OK 74103

CPA, 2008 and 2009

Cole & Reed  
531 Couch Dr., Suite 200  
Oklahoma City, OK 73102-2251

CPA 2008 and 2009

None

- ☒ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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None

- ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME  
**George French**

ADDRESS  
**1825 Nimitz Dr.  
De Pere, WI 54115**

**Woodrum, Kemendo, Tate & Cuite, P.C.**

**321 S. Boston Suite 200  
Tulsa, OK 74103**

**Cole & Reed**

**531 Couch Dr., Suite 200  
Oklahoma City, OK 73102-2251**

- None ☒ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

DATE ISSUED

## 20. Inventories

- None ☐ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY  
**2007**

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
(Specify cost, market or other basis)

- None ☐ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY  
**2007**

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
RECORDS  
**George French (?)**

## 21 . Current Partners, Officers, Directors and Shareholders

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS  
**Rocketplane, Inc.**

TITLE

NATURE AND PERCENTAGE  
OF STOCK OWNERSHIP  
**Rocketplane, Inc. holds 100% of the  
shares. See the shareholders of  
Rocketplane, Inc., attached.**

## 22 . Former partners, officers, directors and shareholders

- None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

- None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS

TITLE

DATE OF TERMINATION

**23 . Withdrawals from a partnership or distributions by a corporation**

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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**24. Tax Consolidation Group.**

None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

**25. Pension Funds.**

None ☐ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------	--------------------------------------



**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date June 15, 2010

Signature /s/ George French  
**George French**  
**Majority Shareholder**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

# Owner Ledger

## Kistler Aerospace Corporation

Report Date: 12/5/2006

ID No.	Name	Type	Date of Issuance	Basis of Issuance	Date of Disposition	Basis of Disposition	Outstanding	Number
C-1	Aerojet-General Corporation	Common Stock	7/18/2005	Bankruptcy Plan 4.5 (d)(ii)			Yes	3,003,992
C-2	Northrop Grumman Corporation	Common Stock	7/18/2005	Bankruptcy Plan 4.5 (d)(ii)			Yes	1,406,054
C-3	Honeywell Defense Avionics Systems	Common Stock	7/18/2005	Bankruptcy Plan 4.5 (d)(ii)			Yes	211,775
C-4	General Dynamics OTS Redmond, f/k/a Primex	Common Stock	7/18/2005	Bankruptcy Plan 4.5 (d)(ii)			Yes	20,243
C-5	George E. Mueller	Common Stock	7/8/2005	Common Stock Grant Agreement			Yes	9,502,260
C-6	Randolph H. Brinkley	Common Stock	7/8/2005	Common Stock Grant Agreement			Yes	9,502,260
C-7	Wilbur C. Trafton	Common Stock	7/8/2005	Common Stock Grant Agreement			Yes	4,751,130
C-8	Daniel C. Tam	Common Stock	7/8/2005	Common Stock Grant Agreement	7/8/2005	Transfer to certificate (s) #C-50, Balance cancelled per employment termination	No	2,375,565
C-9	Joseph W. Cuzzupoli	Common Stock	7/8/2005	Common Stock Grant Agreement			Yes	2,375,565
C-10	Jack C. Cannady	Common Stock	7/8/2005	Common Stock Grant Agreement			Yes	2,375,565
C-11	Richard H. Kohrs	Common Stock	7/8/2005	Common Stock Grant Agreement			Yes	2,138,009
C-12	Ameen Al-Turki	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	41,129
C-13	Ayman Abdulaziz Al-Zamil	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	11,769
C-14	Bay Harbour Management L.C.	Common Stock	9/30/2005	Satisfaction of Unsecured Claim	9/27/2006	Transfer to C-51, 52 & 53	No	52,098
C-15	BHR, LLC	Common Stock	9/30/2005	Satisfaction of Unsecured Claim	9/27/2006	Transferred to C-51, 52 & 53	No	208,391
C-16	Derencorp Ventures, Inc.	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	1,327,968
C-17	Emarview Empex Limited	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	1,327,968

# Owner's Ledger

## Kistler Aerospace Corporation

Report Date: 12/5/2006

ID No.	Name	Type	Date of Issuance	Basis of Issuance	Date of Disposition	Basis of Disposition	Outstanding	Number
C-18	Ltd. FAL Holdings International	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	11,770
C-19	High Mark Limited	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	624,419
C-20	Walter Kistler	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	36,883
C-21	KPMG Peat Marwick, LLP	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	4,140
C-22	Mellitus Establishment	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	694,527
C-23	George E. Mueller	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	8,284
C-24	Orca Bay Capital Corporation	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	524,759
C-25	Princeton Credit LLC	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	18,885
C-26	Rogich Communications Group	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	3,556
C-27	Saudi Systems Corp.	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	134,280
C-28	Robert Wang	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	8,590
C-29	Unigraphics Solutions	Common Stock	9/30/2005	Satisfaction of Unsecured Claim			Yes	9,846
C-30	William Duncan	Common Stock	11/18/2005	Original Issue			Yes	11,878
C-31	Donna A. Webb	Common Stock	11/18/2005	Original Issue			Yes	17,816
C-32	Ryan Curtis	Common Stock	11/18/2005	Original Issue			Yes	35,633
C-33	Debra Facktor Lepore	Common Stock	11/18/2005	Original Issue			Yes	89,084
C-34	David Cochran	Common Stock	11/18/2005	Original Issue			Yes	47,511
C-35	Charles D. Limerick	Common Stock	11/18/2005	Original Issue			Yes	59,389
C-36	Randolph H. Brinkley	Common Stock	3/3/2006	Original Issue			Yes	6,263,750
C-37	Wilbur C. Trafton	Common Stock	3/3/2006	Original Issue			Yes	3,131,875
C-38	Jack C. Cannady	Common Stock	3/3/2006	Original Issue			Yes	252,103
C-39	Joseph W. Cuzzupoli	Common Stock	3/3/2006	Original Issue			Yes	252,103
C-40	Richard H. Kohrs	Common Stock	3/3/2006	Original Issue			Yes	226,893

# Owner's Ledger

## Kistler Aerospace Corporation

Report Date: 12/5/2006

ID No.	Name	Type	Date of Issuance	Basis of Issuance	Date of Disposition	Basis of Disposition	Outstanding	Number
C-41	George E. Mueller	Common Stock	3/3/2006	Original Issue			Yes	1,008,414
C-42	French Properties LLC	Common Stock	3/3/2006	Original Issue			Yes	452,215
C-43	Randolph H. Brinkley	Common Stock	3/22/2006	Warrant Conversion			Yes	198,466,064
C-44	Jack C. Cannady	Common Stock	3/22/2006	Warrant Conversion			Yes	33,077,678
C-45	Joseph W. Cuzzupoli	Common Stock	3/22/2006	Warrant Conversion			Yes	33,077,678
C-46	Richard H. Kohrs	Common Stock	3/22/2006	Warrant Conversion			Yes	29,769,909
C-47	George E. Mueller	Common Stock	3/22/2006	Warrant Conversion			Yes	132,310,708
C-48	Wilbur C. Trafton	Common Stock	3/22/2006	Warrant Conversion			Yes	99,233,032
C-49	French Properties LLC	Common Stock	3/22/2006	Original Issue			Yes	5,420,302
C-50	Daniel C. Tam	Common Stock	3/22/2006	Transfer from certificate(s) C-8			Yes	593,891
C-51	Bay Harbour 90-1, L.C.	Common Stock	9/27/2006	From C-14 & 15			Yes	95,339
C-52	Bay Harbour Master Ltd.	Common Stock	9/27/2006	From C-14 & 15			Yes	98,725
C-53	Trophy Hunter Investments, Ltd.	Common Stock	9/27/2006	From C-14 & 15			Yes	66,425
PA-1	Bay Harbour 90-1, L.C.	Series A Preferred Stock	7/18/2005	Satisfaction of Outstanding Notes			Yes	56,718,657
PA-2	Bay Harbour Partners, Ltd.	Series A Preferred Stock	7/18/2005	Satisfaction of Outstanding Notes		To PA-32	No	58,775,095
PA-3	Trophy Hunter Investments, Ltd.	Series A Preferred Stock	7/18/2005	Satisfaction of Outstanding Notes			Yes	39,492,309
PA-4	High Mark Limited	Series A Preferred Stock	7/18/2005	Satisfaction of Outstanding Notes			Yes	7,263,611
PA-5	U.S. Bancorp Libra	Series A Preferred Stock	7/18/2005	4.3(c) Satisfaction of Allowed Sr. Secured Claim			Yes	6,439,628
PA-6	Orca Bay Capital Corporation	Series A Preferred Stock	7/18/2005	4.3(c) Satisfaction of Allowed Sr. Secured Claim			Yes	5,914,931
PA-7	Zico Limited	Series A Preferred Stock	7/18/2005	4.3(c) Satisfaction of Allowed Sr. Secured Claim			Yes	5,785,143
PA-8	Woodstead Associates L.P.	Series A Preferred Stock	7/18/2005	4.3(c) Satisfaction of Allowed Sr. Secured Claim			Yes	3,220,330

# Owners' Ledger

## Kistler Aerospace Corporation

Report Date: 12/5/2006

ID No.	Name	Type	Date of Issuance	Basis of Issuance	Date of Disposition	Basis of Disposition	Outstanding	Number
PA-9	Mellitus Establishment	Series A Preferred Stock	7/18/2005	4.3(c) Satisfaction of Allowed Sr. Secured Claim			Yes	2,428,182
PA-10	Maranello Holdings, LLC	Series A Preferred Stock	7/14/2005	4.3(c) Satisfaction of Allowed Sr. Secured Claim			Yes	1,032,046
PA-11	ATA Engineering, Inc.	Series A Preferred Stock	7/14/2005	4.5(d)(i) Claim Treatment and Program Agr.			Yes	277,897
PA-12	C.S. Draper Laboratory, Inc.	Series A Preferred Stock	7/14/2005	4.5(d)(i) Claim Treatment and Program Agr.			Yes	848,577
PA-13	Lockheed Martin Corporation	Series A Preferred Stock	7/14/2005	4.5(d)(i) Claim Treatment and Program Agr.			Yes	2,190,690
PA-14	Oceaneering International, Inc.	Series A Preferred Stock	7/14/2005	4.5(d)(i) Claim Treatment and Program Agr.			Yes	1,892,116
PA-15	Randolph H. Brinkley	Series A Preferred Stock	3/3/2006	Original Issue			Yes	2,708,333
PA-16	Wilbur C. Trafton	Series A Preferred Stock	3/3/2006	Original Issue			Yes	2,237,500
PA-17	Jack C. Cannady	Series A Preferred Stock	3/3/2006	Original Issue			Yes	1,950,000
PA-18	Joseph W. Cuzzupoli	Series A Preferred Stock	3/3/2006	Original Issue			Yes	2,040,000
PA-19	Richard H. Kohrs	Series A Preferred Stock	3/3/2006	Original Issue			Yes	1,586,667
PA-20	George E. Mueller	Series A Preferred Stock	3/3/2006	Original Issue			Yes	2,383,333
PA-21	French Properties LLC	Series A Preferred Stock	3/3/2006	Original Issue			Yes	267,546,101
PA-22	Randolph H. Brinkley	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	65,000,000
PA-23	Jack C. Cannady	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	46,800,000
PA-24	Joseph W. Cuzzupoli	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	48,960,000
PA-25	Richard H. Kohrs	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	38,080,000
PA-26	George E. Mueller	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	57,200,000
PA-27	Wilbur C. Trafton	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	53,700,000
PA-28	French Properties LLC	Series A Preferred Stock	3/22/2006	Warrant Conversion			Yes	3,367,930,143
PA-29	Trophy Hunter Investments, Ltd.	Series A Preferred Stock	3/22/2006	Original Issue			Yes	617,974,619
PA-30	Bay Harbour 90-1, L.C.	Series A Preferred Stock	3/22/2006	Original Issue			Yes	883,428,899
PA-31	Bay Harbour Master Ltd.	Series A Preferred Stock	3/22/2006	Original Issue			Yes	904,533,781

# Owner's Ledger

## Kistler Aerospace Corporation

Report Date: 12/5/2006

ID No.	Name	Type	Date of Issuance	Basis of Issuance	Date of Disposition	Basis of Disposition	Outstanding	Number
PA-32	Bay Harbour Master Ltd.	Series A Preferred Stock		From PA-2			Yes	58,775,095
W-1	French Properties LLC	Common Stock Warrant	2/24/2006	Original Issue			Yes	25,516
W-2	George E. Mueller	Common Stock Warrant	2/24/2006	Original Issue			Yes	563,335
W-3	Jack C. Cannady	Common Stock Warrant	2/24/2006	Original Issue			Yes	140,833
W-4	Richard H. Kohrs	Common Stock Warrant	2/24/2006	Original Issue			Yes	126,750
W-5	Joseph W. Cuzzupoli	Common Stock Warrant	2/24/2006	Original Issue			Yes	140,833
W-6	Wilbur C. Trafton	Common Stock Warrant	2/24/2006	Original Issue			Yes	422,501
W-7	Randolph H. Brinkley	Common Stock Warrant	2/24/2006	Original Issue			Yes	845,002
WA-1	Northrop Grumman Corporation	Series A Preferred Stock Warrant	6/3/2005	Original Issue			Yes	11,562,452
WA-2	French Properties LLC	Series A Preferred Stock Warrant	2/24/2006	Original Issue			Yes	14,359,527
Prom-1	Bay Harbour Management L.C.	Promissory Note	10/30/2006	Original Issue			Yes	247,038
Prom-2	George French Jr.	Promissory Note	10/30/2006	Original Issue			Yes	2,084,811
<b>Total Outstanding:</b>								<b>7,170,991,227</b>

**United States Bankruptcy Court  
Eastern District of Wisconsin**

In re Rocketplane Kistler, Inc.

Debtor(s)

Case No.

Chapter 7

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u>2,500.00</u>
Prior to the filing of this statement I have received .....	\$	<u>2,500.00</u>
Balance Due .....	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

☐ Debtor      ☒ Other (specify): **Note: this is an hourly engagement with charges paid pre-petition and post-petition at usual and customary hourly rates**

3. The source of compensation to be paid to me is:

☒ Debtor      ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

**Advice on duties and obligations as Debtor; Necessary creditor, court and Trustee contacts**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**Services requiring special expertise not available in-house.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: June 15, 2010

/s/ Paul G. Swanson

**Paul G. Swanson  
Steinhilber, Swanson, Mares, Marone & McDermott  
107 Church Avenue  
P.O. Box 617  
Oshkosh, WI 54903-0617  
920-235-6690 Fax: 920-426-5530**

**United States Bankruptcy Court  
Eastern District of Wisconsin**

In re **Rocketplane Kistler, Inc.**

Debtor(s)

Case No.

Chapter

**7**

**VERIFICATION OF CREDITOR MATRIX**

I, the Majority Shareholder of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **June 15, 2010**

**/s/ George French**

**George French/Majority Shareholder**

Signer/Title



Abercrombie & Kent  
1411 Opus Place  
Downers Grove, IL 60515-1098

Active Innovations  
218 Main St. #333  
East Setauket, NY 11733

AEROJET-General Corp.  
PO Box 13222  
Sacramento, CA 95813-6000

AMEEN, Al-Turki  
C/O National Commercial Bank  
PO Box 61866  
Riyadh, SA 11575

Andrews Aerospace  
3415 S. 116th Street, Ste 123  
Seattle, WA 98168

AOPA  
421 Aviation Way  
Frederick, MD 21701

Associated Visa Business Card  
PO Box 790408  
Saint Louis, MO 63179-0408

ATA Engineering  
Attn: Dave Hunt  
San Diego, CA 92130

ATK Launch Systems, Inc.  
ATK Launch Systesm Froup  
PO Box 98  
Magna, UT 84044

Ayman Abdulaziz Al-Zamil  
PO Box 25754  
Riyadh, SA 11476

Bay Harbour 90-1LC  
Attn: Douglas Teitelbaum  
885 Third Ave., 34th Fl.  
New York, NY 10021

Bay Harbour Partners, Ltd.  
Attn: Douglas Teitelbaum  
885 Third Ave., 34th Fl  
New York, NY 10021

Bay Harbour Management, LC  
Atty.: Douglas Teitelbaum  
885 Third Ave.  
34th Floor  
New York, NY 10022

BHR, LLC  
Attyn: Douglas Teitelbaum  
885 Third Ave.  
34th Floor  
New York, NY 10022

Bill Duncan  
80 S. Palmer Dr.  
Port Townsend, WA 98368

Bindass Media  
1076 Dr. E Moses Rd.  
Worli Naka Mumbai 400-018  
India

Brinkley, Randolph H.  
c/o The Rosen Law Firm  
7052nd Avenue Suite 1200  
Seattle, WA 98104

Brown, Daniel  
40-904 Paganini Drive  
Indio, CA 92203

Buckels, William  
2902 Dunhill Trail  
Woodstock, GA 30189

C S Draper Laboratory, Inc.  
c/o William S. Elias  
555 Technology Square  
Cambridge, MA 02139

C.H. Robinson Worldwide  
14701 Charlson Road  
Eden Prairie, MN 55347

Cannady, Jack  
1180 Merritt Lane  
El Cajon, CA 92020

Charles Limerick  
90 San Juan Drive  
Port Townsend, WA 98368

CT Corporation System  
111 8th Ave. Fl 13  
New York, NY 10011-5213

Custom Corporates, Inc.  
11152 Westheimer #895  
Houston, TX 77058

Daniel Tam  
1 Avenida DeMagnolia  
Rancho Palos Verdes, CA 90275

David Cochran  
15414 279th Place NE  
Duvall, WA 98019

Davis Wright Tremaine LLP  
1201 3rd Ave., Suite 2200  
Seattle, WA 98101-3045

Debra Factor Lepore  
824 170th Place NE  
Bellevue, WA 98008

Derencorp Ventures, Inc.  
c/o James Pllock  
10 St. James Ave.  
Boston, MA 02116

Donna Webb  
PO Box 40  
Lake Stevens, WA 98258

Emarview Empex Limited  
c/o James Pollock  
10 St. James Ave.  
Boston, MA 02116

Evans, Alan  
PO Box 7219  
Duffy, AU

FAL Holdings International Ltd  
PO Box 4900  
Riyadh, SA

Firststar Capital Corp.  
Mr. Keith Arnold US Bank Corporate Treas  
800 Nicollet Mall  
C-MN-H18T  
Minneapolis, MN 55402

Four Points Sheraton OKC  
6300 Terminal Dr.  
Oklahoma City, OK 73159

French, George, Jr.  
1825 Nimitz, Dr.  
De Pere, WI 54115

French, LLC  
Thoms M. Olejniczak, Esq.  
Liebmann, Conway, Olejniczak & Jerry SC  
PO Box 23200  
Green Bay, WI 54305

GD French Investments  
1825 Nimitz Dr.  
De Pere, WI 54115

George E. Mueller  
218 Main St. #443  
Kirkland, WA 98033-6712

George French  
1825 Nimitz Dr.  
De Pere, WI 54115

Griffin Crane & Steel Services, Inc.  
38142 Highway Department Rd.  
Pearl River, LA 70452

High Mark, Ltd.  
c/o James Pollock  
10 St. James Ave.  
Boston, MA 02116

Honeywell - Defense & Space Honeywell In  
13350 US Hwy. 19N  
Clearwater, FL 34624-7290

IOSTAR Corp.  
400 West 900 North  
Building 10  
North Salt Lake, UT 84054-2676

Jack Cannady  
1180 Merritt Lane  
El Cajon, CA 92020

Jon Hohman  
JC Hohan Co., Inc.  
PO Box 2607  
Appleton, WI 54912-2607

KPMG Peat Marwick, LLP  
Attn: Ken Janeski  
355 South Grand Ave.  
Suite 200  
Los Angeles, CA 90017

Landwerlin Trucking, Inc.  
125 Sigma St.  
Belle Chasse, LA 70037

Liebmann, Conway, Olejniczak & Jerry S.C  
P.O. Box 23200  
Green Bay, WI 54305-3200

Lockheed Martin Space Operation  
PO Box 29304  
New Orleans, LA 70189

LOU-CON, Inc.  
3100 E. Saint Bernard Hwy.  
Meraux, LA 70075-2540

MacDonald Dettwiler  
13800 Commerce Parkway  
Richmond, British Columbia  
Canada V6V 2J3

MacDonald Dettwiler  
9445 Airport Road  
Brampton ON L6S 4J3  
Canada

Maranello Holdings, LLC  
Peter Wainman, Managing Director  
Patagonia Capital, LLC  
539 Hopewell Road  
South Glastonbury, CT 06073

McDermott, John  
103 Candlish Harbor  
Oshkosh, WI 54902

Mellitus Establishment  
Attn: James Owens  
Foreign Business Idemnity, Ltd.  
1st Fl. Woodcock House High St.  
Wimbledon

Mr. Michael Lovejoy/Trust Acct.  
107 Church Ave.  
Oshkosh, WI 54901

Mueller, Dr. George E.  
218 Main St. #443  
Kirkland, WA 98033

Nestle France  
7 Blvd. Pierre Carle BP 900 Noisiel  
Marnela Vallee F-77446  
France

NORROC Venutre Partners, LLC  
Attn: Petter Kleppan  
One Maritime Plaza  
San Francisco, CA 94111

North American Aerospace  
250 Vandenberg  
Ste B-016  
Colorado Springs, CO 80914-3808

Northrop Grumman Systems, Cort.  
One Northrop Grumman Ave.  
El Segundo, CA 90245

Orca Bay Capital Corp.  
1301 First Ave. Ste 200  
Seattle, WA 98104

Orde Advertising Inc.  
1825 Nimitz Drive  
De Pere, WI 54115

Prime Time Cold Storage, LLC  
1065 E. Walnut Ave.  
Carson, CA 90746

Primex Aetospace Corp.  
AttnL. Diane Lobb  
11350 137th Pl NE  
Redmond, WA 98052

Princeton Credit, LLC  
Attn: Gordon Lee  
820 Harvard St.  
Santa Monica, CA 90403-2206

Randolph H. Brinkley  
32 Village Circle  
Manhattan Beach, CA 90266

Regan Powers  
Davis Wright Tremaine LLP  
1201 3rd Ave. Suite 2200  
Seattle, WA 98101-1688

Reiss Companies, LLC  
701 Paydras St. #3826  
New Orleans, LA 70139-7917

Richard Kohrs  
3933 RAU Dr.  
Dickinson, TX 77539

Robert Wang  
616 Holmby Ave.  
Los Angeles, CA 90024

Rogich Communications Group  
3800 Howard Hughes Parkway  
Suite 560  
Las Vegas, NV 89109

Ryan Curtis  
8026 28th Ave., NW  
Seattle, WA 98117

Saudi Systems Corp.  
PO Box 22232  
Riadh, SA

Schenk Business Solutions  
200 E. Washington Street  
PO Box 1739  
Appleton, WI 54912-1739

Space Explorers, Inc.  
1825 Nimitz Dr.  
De Pere, WI 54115

Swan Enterprises  
c/o Joe Cuzzupoli  
3644 Preserve Blvd  
Panama City, FL 32408

Thrifty Car Rental of OKC  
7100 Terminal Drive  
Oklahoma City, OK 73159-0900

Trafton, Wilbur  
c/o The Rosen Law Firm  
7052nd Avenue Suite 1200  
Seattle, WA 98104

Trophy Hunter Investments, Ltd  
Attn: Douglas Teitelbaum  
885 Third Ave., FL 34  
New York, NY 10022-4834

Unigraphics  
Rose Marie Glazer, General Counsel  
Diemens Product Lifecycle Software  
5800 Granite Parkway, Suite 600  
Plano, TX 75024

United Mileage Plus  
PO Box 94014  
Palatine, IL 60094-4014

Vertigo, Inc.  
20590 Cereal St., #100  
Lake Elsinore, CA 92530

Vivace Corporation  
PO Box 983  
Duvall, WA 98019

Walter Kistler  
11423 Redmond Woodinville Rd. NE  
Redmond, WA 98052

Wilbur C. Trafton  
1101 First St. #205  
Coronado, CA 92118

Woodrum, Kemendo, Tate & Cuite, P.C.  
321 S. Boston Suite 200  
Tulsa, OK 74103

Woodstead Associates, LP  
885 Third Ave., 34th Floor  
New York, NY 10022

Zico Limited  
Attn: Jean-Marc Jorand c/o GSF  
Route Des Acacias 18  
1211 Geneva 24, Switzerland



**United States Bankruptcy Court  
Eastern District of Wisconsin**

In re **Rocketplane Kistler, Inc.**

Debtor(s)

Case No.  
Chapter

**7**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Rocketplane Kistler, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Rocketplane, Inc.  
1825 Nimitz Dr.  
De Pere, WI 54115**

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☐ None [*Check if applicable*]

**June 15, 2010**

Date

**/s/ Paul G. Swanson**

**Paul G. Swanson**

Signature of Attorney or Litigant

Counsel for **Rocketplane Kistler, Inc.**

**Steinhilber, Swanson, Mares, Marone & McDermott**

**107 Church Avenue**

**P.O. Box 617**

**Oshkosh, WI 54903-0617**

**920-235-6690 Fax:920-426-5530**